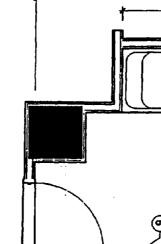
B -13. 1



11. GLASS SHELF 12. SOAP DISH

10. NOT USED

FIXTURES

- 1. PEDESTAL SINK
- 2. WATER CLOSET

- 4. GLASS ENCLOSED SHOWER

- ACCESSORIES
 5. PAPER HOLDER
 6. TOWEL BAR
- 8. ROBE HOOK 9. WALL-HUNG MIRROR 7. RECESSED MEDICINE CABINET



Revised: July 23, 1999 March 1, 1999

BATHROOM C FLOORS 2-10 NORTH UNIT

T BATHROOM C PLAN

AG-17

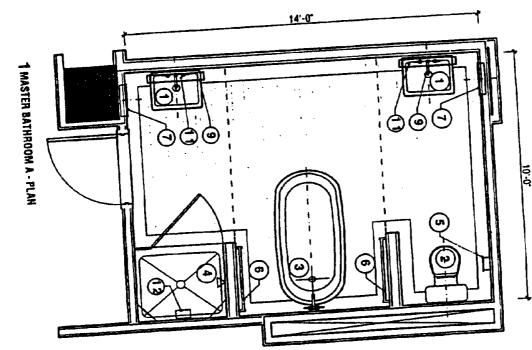
drawing title

FRANKLIN TOWER

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECTS CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTRY THAT THIS PLAN IS AN ACCURATE COPY OF A POWINGH OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE OEPANTAKEN OF BUILDINGS, CITY OF NEW YORK AND FABLY DEPOCTS THE LAYDUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENTIONS OF THE UNITS TO BE BUILT.



FIXTURES

- 2. WATER CLOSET
- 3. TUB ACCESSORIES

6. TOWEL BAR 5. PAPER HOLDER 7. RECESSED MEDICINE CABINET

9. WALL-HUNG MIRROR B. HOBE HOOK

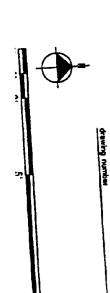
12, SOAP DISH 11. GLASS SHELF 10. NOT USED

1. PEDESTAL SINK

4. GLASS ENCLOSED SHOWER

FRANKLIN 90 FRANKLIN STREET, NEW YORK, NY 10013 TOWER ARCHITECTS CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

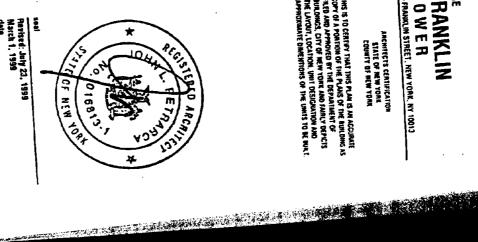
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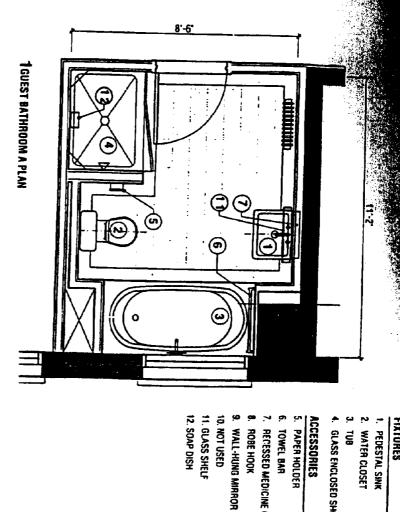


AG-18

FL00RS 11-16 MASTER BATH A

drawing title





FIXTURES

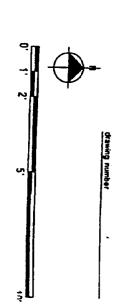
90 FRANKLIN STREET, NEW YORK, NY 10013

TOWER FRANKLIN

- 1. PEDESTAL SINK
- 2. WATER CLOSET
- 4. GLASS ENGLOSED SHOWER
- 7. RECESSED MEDICINE CABINET
- 8. ROBE HOOK

IMS IS TO CERTIFY THAT THIS PLAN IS AN ACCUPATE COPY OF A PORTION OF THE PLANS OF THE BUNDING AS PLED AND APPROVED BY THE DEPARTMENT OF BUNDINGS, CITY OF NEW YORK AND PARTY DEPORTS THE LAYOUT, LOCATION, UNIT DESIGNATION AND

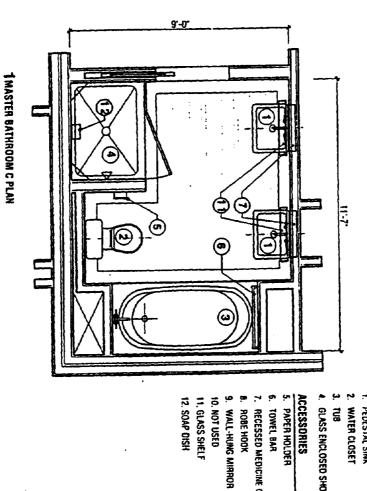
ARCHITECTS CERTIFICATION STATE OF NEW YORK COUNTY OF NEW YORK



AG-19 drawing tille GUEST BATHROOM A FLOORS 11-16

Revised: Jely 23, 1999 March 1, 1999 date

NEW YORK



FIXTURES

90 FRANKLIN STREET, NEW YORK, NY 10013

FRANKLIN

TOWER

- 2. WATER CLOSET 1. PEDESTAL SINK
- 3. TUB
- 4. GLASS ENCLOSED SHOWER
- 6. TOWEL BAR 5. PAPER HOLDER ACCESSORIES
- B. ROBE HOOK 7. RECESSED MEDICINE CABINET

ARCHITECTS CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CENTRY THAT THIS PLAN IS AN ACCURATE COPY OF A PONTION OF THE PLANS OF THE BUNCHING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF MEW YORK AND FAMEL OF PORTS THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE ORMENTORS OF THE UNITS TO BE BUILT.



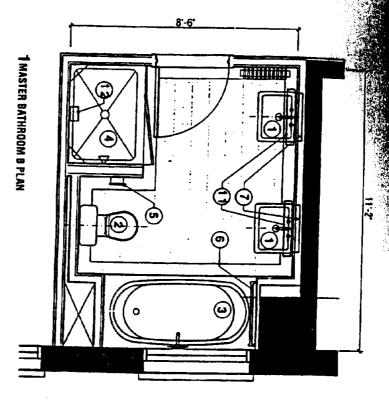
drawing title

AG-20

Revised: July 23, 1999 March 1, 1999 date

TARON WIN 10 PT

MASTER BATH C FLOORS 2-10 NORTH UNIT



12. SOAP DISH 11. GLASS SHELF 10. NOT USED

FIXTURES

- 1. PEDESTAL SINK
- 2. WATER CLOSET
- 4. GLASS ENCLOSED SHOWER
- ACCESSORIES

5. PAPER HOLDER

- 6. TOWEL BAR
- 9. WALL-HUNG MIRROR 7. RECESSED MEDICINE CABINET

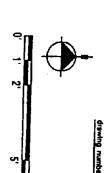
8. ROBE HOOK

NEW YORK 46813

TOWER **FRANKLIN**

ARCHITECTS CERTIFICATION
STATE OF WEW YORK
COUNTY OF NEW YORK

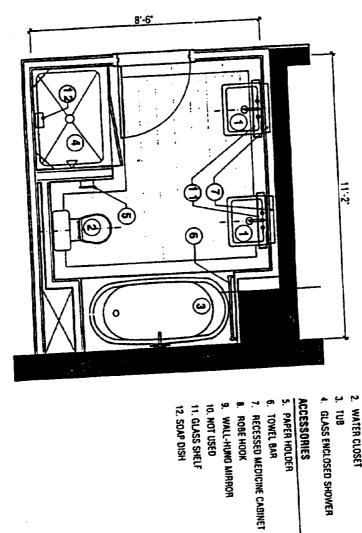
THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PARTOM OF THE PILLES OF THE BILLIONG AS FILED AND APPROVED BY THE DEPARTMENT OF BULDINGS, CITY OF MEY PORK AND APPROVED BY THE DEPARTMENT OF AND THE LAYOUT, LOCATION, LINIT DESIGNATION AND MOXIMATE DIMENTIONS OF THE UNITS TO BE BUILT



MASTER BATH B FLOORS 7-10 SOUTH UMT

AG-21 drawing tille Revised: July 23, 1999 March 1, 1999

1 MASTER BATHROOM B PLAN



10. NOT USED

12. SOAP DISH 11. GLASS SHELF

FIXTURES

- 1. PEDESTAL SINK
- 2. WATER CLOSET
- 4. GLASS ENCLOSED SHOWER

ACCESSORIES

FRANKLIN TOWER

90 FRANKLIN STREET, NEW YORK, NY 10013

THIS IS TO CERTIFY THAT THIS PLAM IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BURNING AS CIPY OF A PORTION OF THE DEPARTMENT OF FILED AND APPROVED BY THE DEPARTMENT OF FICTS BUILDINGS, CITY OF KEW TORN AND FARITY DEPICTS OF ELLYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENTIONS OF THE UNITS TO BE BUILT APPROXIMATE DIMENTIONS OF THE UNITS TO BE BUILT. ARCHITECIS CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

drawing number

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drawing title FLOORS 2-6 SOUTH UXIT MASTER BATH B

AG-22

Revised: July 23, 1999 March 1, 1999 OF NEW YORK

ORTH UNI CITCHEN C

> NEW YORK 16813

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6

APPROXIMATE DIMENTIONS OF THE UNITS TO BE BUILT.

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECTS CENTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK AND FAIRLY DEPICTS THE LAYOUT, LOCATION, UNIT DESIGNATION AND

SECOND AMENDMENT TO THE

CONDOMINIUM OFFERING PLAN

FOR

THE FRANKLIN TOWER 90 FRANKLIN STREET NEW YORK, NEW YORK 10013

SECOND AMENDMENT DATED: JULY 1, 1999

The condominium offering plan for the premises known as The Franklin Tower and located at 90 Franklin Street, New York, New York 10013, dated June 3, 1999, as amended by the First Amendment dated June 21, 1999 (the "Plan"), is hereby amended as follows:

Page 10 of 14

1. Price Change.

Effective immediately, the purchase prices of the Units shall be the amounts as set forth on Schedule A annexed hereto.

Please note that purchase prices of Units are subject to further change in accordance with the terms of the Plan.

2. Plan as Amended by this Amendment is Incorporated by Reference.

The Plan, as modified and supplemented hereby, is incorporated herein by reference with the same effect as if set forth herein at length. Accordingly, all provisions, schedules and exhibits heretofore contained in the Plan shall be deemed amended to reflect the provisions contained herein.

3. Definition of Terms.

All capitalized terms used in this Amendment not otherwise defined herein hall have the meanings ascribed to them in the Plan.

4. No Material Change

Except as set forth herein there have been no material changes in the Plan ated: July 1, 1999

Sponsor:

CORN ASSOCIATES LLC

Schedule of Purchase Prices and Other Related Information for the Projected First Year of Condominium Operation October 1, 1999 to September 30, 2000 SCHEDULE A THE FRANKLIN TOWER

			Percentage of	Residentlai	Estimated	1	Projected Real Estate Taxes	and • Taxes	Projected Real Estate Taxes		Projected Total Carrying Charges		Projected Total Carrelno Charce	led Charges
#CD	Approx.	Purchase Price	Common	Relative	Common Charges Monthly Annua	Anges	Without J-61 Benefit Monthly Annual	Senenta Annual	With J-61 Benefits Monthly Annua	_ =	without J-61 Benefits Monthly Annual		with J-61 Benefits	Annual
	ε	8	Ē	æ	€		•	-	€				€	
Residential							;							
2 North	1,895	\$775,000	2.342%	2,4427%	\$1,084	\$13,013	\$685	\$9,218	\$	\$7.98T	\$1.769	\$21,232	\$1.750	\$20,987
2 South	2,633	\$1,150,000	3.2518%	3.3939%	\$1,507	\$18,081	\$825	\$11,419	\$924	\$11,092	\$2,458	\$29,489	\$2,431	\$20,173
3 North	1.895	\$815,000	2.3404%	2.4427%	\$1.084	\$13,013	\$685	\$8,218	\$99\$	\$7,984	\$1,769	\$21,232	\$1,750	\$20,997
3 South	2,633	\$1,295,000	3.2518%	3.3939%	\$1,507	\$18,061	\$952	\$11,418	\$854	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
4 North	1,895	\$835,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,216	\$99\$	\$7,984	\$1,769	\$21,232	\$1,750	\$20,997
4 South	2,633	\$1,325,000	3.2518%	3.3939%	\$1,507	\$18,061	\$952	\$11,419	\$354	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
5 North	1,895	\$895,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$6,218	\$665	\$7,984	\$1,759	\$21,232	\$1,750	\$20,897
5 South	2,633	\$1,350,000	3.2518%	3.3839%	\$1,507	\$18,081	\$852	\$11,419	\$854	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
6 North	1,895	\$925,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$99\$	\$7,984	\$1,769	\$21,232	\$1,750	\$20.097
6 South	2,633	\$1,395,000	3.2516%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$824	\$11,092	\$2,458	\$29,489	\$2,431	\$29,173
7 North	1,895	\$960,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8.218	\$99\$	\$7,984	\$1.769	\$21,232	\$1,750	\$20,897
7 South	2,633	\$1,450,000	3.2516%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$324	. \$11,092	\$2,458	\$29,499	\$2,431	\$29,173
8 North	1,895	\$995,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$7,984	\$1,769	\$21,232	\$1,750	\$20,997
8 South	2,633	\$1,690,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$824	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
9 North	1.895	\$1,050,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$7,984	\$1,769	\$21,232	\$1,750	\$20,097
9 South	2,633	\$1,695,000	3.2518%	3.3939%	\$1,507	\$18,081	8952	\$11,419	\$924	\$11,092	\$2,458	\$29.499	\$2,431	\$29,173
10 North	1,895	\$1,095,000	2.3404%	2.4427%	\$1,084	\$13,013	\$665	\$6,218	\$99\$	\$7.984	\$1,769	\$21,232	\$1,750	\$20,897
10 South	2,633	\$1,795,000	3.2518%	3.3939%	\$1,507	\$16,081	\$952	\$11,419	\$854	\$11,092	\$2,458	\$29.499	\$2,431	\$29,173
=	5.027	\$2,995,000	6.2084%	6.4797%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	1 ,641	\$55,698
12	5,027	\$3,125,000	6.2084%	6.4797%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	\$4,641	\$55,698
Ü	5,027	\$3,225,000	6.2084%	6.4797%	\$2,877	\$34,520	\$1,617	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	\$4,641	\$55,698
Ξ	5,027	\$3,325,000	6.2084%	6.4797%	\$2,677	\$34,520	21,817	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	\$4.641	\$55,698
15	5,027	\$3,425,000	6.2064%	6.4797%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$21,178	£4,693	\$56,321	\$4,641	\$55,698
9	5,027	\$3,995,000	6.2084%	6.4797%	\$2,877	\$34,520	\$1,017	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	14,61	\$55,698
11	797	\$5,995,000	8.233%	8.5924%	\$1815	\$45,775	27.409	\$28.908	\$2,357	\$26.286	\$6.224	\$74.585	\$6.172	\$74.062
Residential Total	78,678	\$47,695,000	95.8135%	100.000%	\$44,386	\$532,736	\$28,038	\$336,461	\$27,263	\$327,039	\$72,433	\$669,190	\$71,648	\$459,778
i i i i i i i i i i i i i i i i i i i														
A A STATE OF THE S	6.362	ν.	4.0552%	Y.V	2997	\$11,967				•	•	,		,
c ex	1 4 3 2	\ \ 2	0.1221%	N/A	230	0925						,	•	•
ເບ	901	\ \ \ \	0.0092%	¥	25	223							,	
Commercial Total	_		4 1885%		\$1.030	\$12.354								
	_													

FIRST AMENDMENT

TO THE

CONDOMINIUM OFFERING PLAN

FOR

THE FRANKLIN TOWER 90 FRANKLIN STREET **NEW YORK, NEW YORK 10013**

FIRST AMENDMENT DATED: JUNE 21st, 1999

The condominium offering plan for the premises known as The Franklin Tower and located at 90 Franklin Street, New York, New York 10013, dated June 3, 1999 (the "Plan"), is hereby amended as follows:

Page 13 of 14

1. Price Change.

Effective immediately, the purchase prices of the Units shall be the amounts as set forth on Schedule A annexed hereto.

Please note that purchase prices of Units are subject to further change in accordance with the terms of the Plan.

2. Plan as Amended by this Amendment is Incorporated by Reference.

The Plan, as modified and supplemented hereby, is incorporated herein by reference with the same effect as if set forth herein at length. Accordingly, all provisions, schedules and exhibits heretofore contained in the Plan shall be deemed amended to reflect the provisions contained herein.

3. Definition of Terms.

All capitalized terms used in this Amendment not otherwise defined herein talkhave the meanings ascribed to them in the Plan.

4. No Material Change

Except as set forth herein there have been no material changes in the Plan.

ed: June 21st, 1999

Sponsor:

CORN ASSOCIATES LLC

Schedule of Purchase Prices and Other Related Information for the Projected First Year of Condominium Operation October 1, 1999 to September 30, 2000

		-	Percentage of	Residential	Estimated	7	Projected Real Estate Taxes	ted 1 Taxes	Projected Real Estate Taxes	-	Projected Total Carrying C	harges	Projected Total Carrying Charges	ad 1 Charges
₹	Approx.	Purchase	Common	Relative	Common Charges	harpes	without J-£1 Benefits	Benefits	with J-51 Benefits		without J.	without J-51 Benefits	with J-61 Benefits	Menefile
X ION	E E	2) (2)	Internal (3a)	(36)	Monthly (*)	Annual	(e) Authron	Annual	Honthk (5)	Annual Annual	Address of the second	Annual (6)	(a)	PRODIES
Residential							,							****
Z North	1,895	\$775,000	2.3404%	2.4427%	1 00.	\$13,013	2865	89.219	\$885	\$7.98¢	\$1,769	\$21,232	\$1.75U	100.00
2 South	2,633	\$1,150,000	3.2518%	3.3938%	\$1,507	\$16,081	\$ 852	\$11,419	\$854	\$11,092	\$2,458	\$29,489	\$2,431	\$29,173
3 North	1 895	\$815,000	2.3404%	2,4427%	\$1.084	\$13,013	\$68\$	\$6,218	\$665	\$7,964	\$1,769	\$21,232	\$1.750	\$20,997
the State	2 633	\$1 295 000	3.2518%	3.3939%	\$1.507	\$16,061	\$952	\$11,419	\$924	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
A Morth	895	\$835,000	2.3404%	2.4427%	\$1.064	\$13.013	\$685	\$6,216	\$665	\$7,964	\$1,769	\$21,232	\$1,750	\$20,997
4 South	2 833	\$1 325,000	3.2518%	3,3939%	\$1,507	\$15,081	\$952	\$11,419	\$824	\$11,092	\$2,458	\$29,499	\$2,431	\$28,173
5 Morth	1.895	\$895,000	2.3404%	2.4427%	\$1,084	\$13.013	\$685	\$8,218	\$665	\$7.984	\$1,769	\$21,232	\$1,750	\$20,997
5 South	2,633	21,350,000	3.2518%	3.3939%	\$1,507	\$15,091	\$852	\$11,419	\$924	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
6 North	1.695	\$925,000	2.3404%	2.4427%	\$1.084	\$13,013	2685	\$6,218	\$665	\$7,984	\$1,769	\$21,232	\$1.750	\$20,997
6 South	2,633	\$1,395,000	3.2516%	3.3939%	\$1,507	\$18,061	\$952	\$11,419	\$824	\$11,092	\$2,458	\$28,499	\$2,431	\$29,173
7 North	1,895	\$980,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$6,216	\$665	\$7,984	\$1,769	\$21,232	\$1,750	\$20,997
7 South	2,633	\$1,450,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$854	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
& North	1.895	\$995,000	2,3404%	2.4427%	\$1,084	\$13,013	\$665	\$8.218	\$665	\$7,964	\$1,769	\$21,232	\$1,750	\$20,997
8 South	2.633	\$1,540,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$854	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
dhord 6	1.695	\$1,050,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$5,218	\$665	\$7,984	\$1,769	\$21,232	\$1,750	\$20,097
9 South	2,633	\$1,695,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$ 854	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
10 North	1.895	\$1,095,000	2.3404%	2.4427%	\$1,064	\$13,013	\$685	\$8,216	\$665	\$7,984	\$1,769	\$21,232	\$1,750	\$20.987
10 South	2,633	\$1,795,000	3.2518%	3.3939%	\$1,507	\$18,081	\$ 852	\$11,419	\$ 95 4	\$11,092	\$2,458	\$29,499	\$2,431	\$29,173
=	5,027	\$2,995,000	6.2084%	6.4797%	\$2,877	\$34,520	\$1,617	\$21,801	\$1,765	\$21,178	\$4 ,693	\$56,321	44 ,641	\$55,698
2	5.027	\$3,125,000	6.20B4%	6.4797%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	** 641	\$52°08
2	5.027	\$3,225,000	6.2084%	6.4797%	\$2,077	\$34,520	\$1,617	\$21,801	\$1,765	\$21,178	\$4,693	\$56,321	\$4.641	\$55,698
*	5,027	\$3,325,000	6.2084%	6.4797%	\$2,877	\$34,520	\$1,417	\$21,801	\$1,765	\$21,178	54 .693	\$56,321	\$4,641	\$55,698
5	5,027	\$3,425,000	6.2064%	8.4797%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$21,178	\$4.693	126,321	\$4.641	200,000
95	5,027	\$3,995,000	6.2064%	6.4797%	\$2,877	\$34,520	\$1.617	\$21,601	\$1.765	\$21,176	\$4.693	\$56,321	17.04	200.00g
Ħ	777	\$5,995,000	4.2333%	0 5924%	\$3,015	245.715	\$ 2 409	28.909	75.357	377 776	12.22	C80'5/5	77 '02	707-17
Residential Total	76,678	\$47,445,000	95.5136%	100.000%	\$44,396	\$632,739	\$28,038	\$316,461	\$27,263	\$327,038	\$72,433	2007.	27.64	7.000 pp
Commercial														
<	6,362	¥	4.0552%	Y _N	\$ 897	\$11,967	•	٠		•		•	•	•
63	1,412	Z.	0.1221%	4 2	ğ	\$360	•	•	•	•			•	•
ᅄ	즼	¥¥	0.0092%	4 2	2.5	223	•	•	•	•	•	Ē	•	•
Commercial Total	6,331		4.1885%		\$1,030	\$12,364								
(OTAL:	17,009	\$47,445,000	100.0000%	400.0000%	\$45,424	25450	_							